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MUENCH PHOTOGRAPHY, INC., Plaintiff

v.

HOUGHTON MIFFLIN HARCOURT PUBLISHING COMPANY and R.R. DONNELLEY & SONS COMPANY,

Defendants.

2669



09 Civ.

COMPLAINT

JURY TRIAL DEMANDED

Plaintiff Muench Photography, Inc. ("Plaintiff" or "MPI") for its Complaint against Defendants Houghton Mifflin Harcourt Publishing Company ("Houghton") and R.R. Donnelley & Sons Company ("R.R. Donnelley") alleges:

STATEMENT OF ACTION

1. This is an action for copyright infringement brought by Plaintiff, the owner of all copyrights to the images described hereafter and originally licensed for limited use by Defendant Houghton, against Defendants for unauthorized and impermissible uses of Plaintiff's images.

PARTIES

- 2. Muench Photography, Inc. is a California corporation, with its principal place of business in Goleta, California. MPI licenses photographs on behalf of photographers Marc Muench and David Muench. In all licensing activities described in this Complaint, MPI acted through its agent Corbis Corporation ("Corbis"), a Seattle-based privately held photography stock licensing agency.
- 3. Houghton is a Delaware corporation and publisher with its primary offices in Boston, Massachusetts.
- 4. In December 2007, Houghton Mifflin Company acquired several divisions of another education publisher and renamed the merged company Houghton Mifflin Harcourt Publishing Company. Houghton Mifflin Harcourt Publishing Company is the successor in interest to Harcourt School Division, Houghton Mifflin Company, Houghton Mifflin College Division, Holt Rinehart & Winston, McDougal Littell, and Harcourt Archive.
- 5. Houghton sells and distributes textbooks throughout the United States, including New York, through its former companies or divisions Harcourt School Division, Houghton Mifflin Company, Houghton Mifflin College Division, Holt Rinehart & Winston, McDougal Littell, and Harcourt Archive. Houghton sells and distributes certain textbooks in which Plaintiff's images are unlawfully reproduced as hereafter described. All references to Houghton in this Complaint include Harcourt School Division, Houghton Mifflin Company, Houghton Mifflin College Division, Holt Rinehart & Winston, McDougal Littell, and Harcourt Archive.

6. R.R. Donnelley a Delaware corporation and is the world's premier full-service publisher with its global headquarters in Chicago, Illinois.

JURISDICTION AND VENUE

- 7. This is an action for injunctive relief, monetary damages, statutory damages, interest and attorney's fees under the copyright laws of the United States.
- 8. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §§ 1331 and 1338.
- 9. Venue is appropriate in this District pursuant to 28 U.S.C. §§ 1391(a) and (b) and 28 U.S.C. § 1400(a).

FACTS COMMON TO ALL COUNTS

- 10. MPI is the owner and holder of all copyrights to the images on Exhibit A to this Complaint ("the Images"). Each of the Images is the subject of a valid Certificate of Copyright Registration issued by the Register of Copyrights as specified on Exhibit A.
- 11. Beginning in March 2001 and continuing through December 2006, Corbis sold Houghton limited licenses to copy and distribute the Images. Upon information and belief, Houghton greatly exceeded the license limits, causing unauthorized reproductions of the Images to be made and distributed beyond the permissions granted.
- 12. Corbis was induced to grant Houghton licenses to copy and distribute the Images at the prices charged because of Houghton's misrepresentation that it was seeking permissions for expressly limited use.
- 13. Upon information and belief, at the time it represented it needed a certain number of copies of the Images, Houghton knew its actual use would greatly exceed that number.

- 14. Upon information and belief, Houghton intended by its misrepresentations to obtain access to the Images at a lower cost than it would have paid had it been honest in its dealings.
- 15. Upon information and belief, in a fashion similar to its treatment of MPI, Houghton grossly understated the number of copies it needed when seeking permissions for hundreds of other paintings, photographs and illustrations in its textbooks.
- 16. Upon information and belief, Houghton's practice of requesting and paying for permission to print only a small fraction of the number of copies it knew it actually needed extends far beyond the publications in suit to many other Houghton publications. While the lost licensing fee to any individual copyright holder may be relatively small, millions of these books have sold, generating billions of dollars in revenue. Houghton's business model, built upon a foundation of pervasive, willful copyright infringement, deprived Plaintiff and thousands of others their rightful compensation for the use of their creative work and unjustly enriched Houghton with outlandish profits in the process.
- 17. Houghton did not simply take the intellectual property of photographers, artists, and illustrators without a license. Instead, it licensed the copyrighted works of others for low numbers of reproductions, but surreptitiously copied them many times beyond the agreed-upon license limit. This lulled licensors into a false sense of trust; if photographers saw their licensed works reproduced in a Houghton textbook, they suspected nothing untoward. And, the licensing of a specific number of copies created the expectation that additional uses by Houghton would be requested and paid for if more copies were made. By this contrivance Houghton concealed its wrongdoing by throwing licensors, including Plaintiff, "off the scent."

18. Upon information and belief, R.R. Donnelley was the printer for the publications in suit. R.R. Donnelley earned profits from such printings.

COUNT I (COPYRIGHT INFRINGEMENT AGAINST HOUGHTON)

- 19. Plaintiff repeats and realleges paragraphs 1 through 18 of this Complaint with the same force and effect as if set forth in full above.
- 20. The foregoing acts of Houghton constitute infringements of Plaintiff's copyrights, in violation of 17 U.S.C. § 501 *et. seq.*
- 21. Plaintiff suffered damages as a result of Houghton's unauthorized use of its images.

COUNT II (COPYRIGHT INFRINGEMENT AGAINST R.R. DONNELLEY)

- 22. Plaintiff repeats and realleges paragraphs 1 through 21 of this Complaint with the same force and effect as if set forth in full above.
- 23. The foregoing acts of R.R. Donnelley in printing the textbooks in suit constitute infringements of Plaintiff's copyrights in the Images in violation of 17 U.S.C. § 501 et. seq.
- 24. Plaintiff suffered damages as a result of R.R. Donnelley's unauthorized printings of the Images.

WHEREFORE, Plaintiff requests the following:

1. A permanent injunction against Defendants and anyone working in concert with them from copying, displaying, distributing, selling or offering to sell copies of Plaintiff's Images and to deliver to the Court for destruction or other appropriate disposition all materials, including textbooks and digital files representing the Images, in the control and possession of Defendants.

- 2. Actual damages and all profits derived from the unauthorized use and printing of Plaintiff's Images.
- 3. Statutory damages at Plaintiff's election.
- 4. Court costs, expert witness fees, interest, attorney's fees and all other amounts authorized under law.
- 5. For such other and further relief as the Court deems just and proper.

JURY TRIAL DEMAND

Plaintiff demands a trial by jury of all issues permitted by law.

DATED: New York, New York

March 23, 2009.

Plaintiff Muench Photography, Inc. by its attorneys,

HERNSTADT ATLAS LLP

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EXHIBIT A

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